

RECORDATION NO. 29351 FILED

JUL 20 '10 -2 32 PM

SURFACE TRANSPORTATION BOARD

The Huntington National Bank

105 East Fourth Street, Suite 200,
Cincinnati, OH 45202
513/639-8342; fax 513/877-343-5676



Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

July 19, 2010

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of April 10, 2010, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Huntington National Bank
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

Lessee: Rail Connection, Inc.
737 Eleanor Industrial Park
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:
(25) Twenty-Five Three pocket, 4,000 cubic capacity, 100-ton load limit, steel open
top hopper railcars bearing the marks as described below.

**APPX 6011, APPX 6004, APPX 6024, APPX 6025, APPX 6010, APPX 6012, APPX 6029, APPX 6019,
APPX 6001, APPX 6002, APPX 6000, APPX 6008, APPX 6006, APPX 6022, APPX 6013, APPX 6023,
APPX 6009, APPX 6007, APPX 6031, APPX 2039, APPX 2000, APPX 2052, APPX 2033, APPX 2020**

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,

Todd A. Schemmel
Sales Coordinator
The Huntington National Bank
105 East 4th Street CN01
Cincinnati, OH 45202
Direct Line: (513) 639-8342
Fax: (877) 343-5676
Todd.Schemmel@Huntington.com

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

- 1.) Pursuant to that certain Master Lease Agreement dated April 10, 2010 and the related Financing Lease Schedule No. 6243.17 dated April 10, 2010 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".
- 2.) The addresses of the parties are as follows:

Lessor: **The Huntington National Bank**
Equipment Finance Division
105 East Fourth Street
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
PO Box 800
Eleanor, WV 25070
- 3.) The term of the Lease is five years commencing on April 10, 2010 and will expired on December 10, 2010 unless otherwise extended or amended by the parties
- 4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of

The Huntington National Bank

By: [Signature]
Name: Todd A. Schemmel
Title: Sales Coordinator

State of Ohio, County of Hamilton

On 4/22/10 before me personally appeared Todd A. Schemmel to me personally know, who being by me duly sworn, says that his is Sales Co-ordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



CLARISSA L. FISCUS
Notary Public, State of Ohio
My Commission Expires
November 27, 2012

[Signature]
Notary Public
My commission expires 11/27/12

Rail Connection, Inc.
By: [Signature]
Name: Warren K. Higinbotham
Title: V.P.

State of West Virginia, County of Putnam

On 4-13-10 before me personally appeared Warren K. Higinbotham to me personally know, who being by me duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Signature]
Notary Public
My commission expires April 26, 2011



**EXHIBIT A
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated April 10, 2009 between The Huntington National Bank "Lessor" and Rail Connection, Inc. "Lessee".

Quantity of Cars: (24) Twenty-Four

Description of Cars: Three Pocket, 4,000 Cubic Capacity, 100-Ton Load Limit, Steel Open Top Hopper Railcars Bearing the markings listed below;

APPX 6011, APPX 6004, APPX 6024, APPX 6025, APPX 6010, APPX 6012, APPX 6029, APPX 6019,
APPX 6001, APPX 6002, APPX 6000, APPX 6008, APPX 6006, APPX 6022, APPX 6013, APPX 6023,
APPX 6009, APPX 6007, APPX 6031, APPX 2039, APPX 2000, APPX 2052, APPX 2033, APPX 2020.

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